

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF NORTH CAROLINA
CHARLOTTE DIVISION**

**SECURITIES AND EXCHANGE
COMMISSION,**

Plaintiff,

v.

Civil Action No. 3:13-cv-447

**BANK OF AMERICA, N.A., BANC OF
AMERICA MORTGAGE SECURITIES, INC.,
and MERRILL LYNCH, PIERCE, FENNER &
SMITH, INC. f/k/a BANC OF AMERICA
SECURITIES LLC,**

Defendants.

ORDER APPOINTING DISTRIBUTION AGENT

This matter is before the Court on Plaintiff's Unopposed Motion to Appoint a Distribution Agent (the "Motion") (#56). Having considered the Motion and the record and being otherwise fully advised in the premises, for good cause shown the motion is **HEREBY GRANTED**.

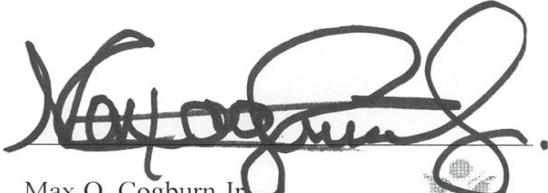
The Court **HEREBY ORDERS AND ADJUDGES** as follows:

1. Garden City Group LLC is appointed to serve as the Distribution Agent for the Distribution Fund to assist in overseeing the administration and distribution of the Distribution Fund in coordination with the Securities and Exchange Commission's ("Commission") staff, pursuant to the terms of a distribution plan to be approved by the Court. The Distribution Agent shall coordinate with the Court-appointed Tax Administrator to ensure that the Distribution Fund, a Qualified Settlement Fund ("QSF") under Section 468B(g) of the Internal Revenue Code, and related regulations, 26 C.F.R. §§1.468B-1 through 5, complies

with all related legal and regulatory requirements, including but not limited to, satisfying any reporting or withholding requirements imposed on distributions from the QSF.

2. The Distribution Agent shall perform the services described in the Motion in accordance with the pricing schedule and cost proposal submitted to and approved by the Commission. Such services may include, but are not limited to: distribution plan development, data management, legal notification, call center support, claims administration, disbursing payments to injured investors, and staff and financial reporting.
3. The Distribution Agent shall be paid reasonable fees and expenses for its services and such fees and expenses shall be paid from the Distribution Fund. The Distribution Agent shall submit invoices on a quarterly basis to Commission staff for submission to the Court for approval and payment. The Distribution Agent's fees and expenses may not be paid from the Distribution Fund without prior approval of the Court.
4. Once the Distribution Plan is approved, the Distribution Agent will submit quarterly progress reports to the Commission staff and when the distribution of funds has been completed, a final accounting report, in a format to be provided by Commission staff, will be submitted. Commission staff shall file the final accounting report with the Court once it has been reviewed by Commission staff and the Commission staff has determined it has no objections.
5. The Distribution Agent may be removed *sua sponte* at any time by the Court or upon motion of the Commission and replaced with a successor. In the event the Distribution Agent decides to resign, it will first give written notice to the Court and to Commission staff of such intention, and the resignation, if permitted, will not be effective until the Court appoints a successor.

Signed: November 18, 2016



Max O. Cogburn Jr.
United States District Judge

